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U.S. BANK NATIONAL ASSOCIATION

UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF CALIFORNIA  
FRESNO DIVISION

METROPOLITAN LIFE INSURANCE  
COMPANY, a New York corporation,

Plaintiff,

v.

ACDF, LLC, a California limited liability  
company, as successor by merger to 104  
PARTNERS, LLC; WILLOW AVENUE  
INVESTMENTS, LLC, a California limited  
liability company; ASHLAN & HAYES  
INVESTMENTS, LLC, a California limited  
liability company; GRANTOR FRESNO  
CLOVIS INVESTMENTS, LLC, a California  
limited liability company; MARICOPA  
ORCHARDS, LLC, a California limited  
liability company; FARID ASSEMI, an  
individual; FARSHID ASSEMI, an individual;  
DARIUS ASSEMI, an individual; and DOES 1  
through 100, inclusive,  
Defendants.

Case No. 1:24-cv-01261-KES-SAB

**PROPOSED INTERVENOR U.S. BANK  
NATIONAL ASSOCIATION'S  
OPPOSITION TO PLAINTIFF'S EX  
PARTE MOTION FOR RECEIVER**

1 U.S. Bank National Association (“U.S. Bank”) makes a precautionary objection to  
2 Plaintiffs’ *Ex Parte Motion for Appointment of a Receiver* (Doc. 11 and hereafter, the “**Motion**”)  
3 as follows.

4 1. On October 24, 2024, counsel for Plaintiff Metropolitan Life Insurance Company  
5 (“Plaintiff”) served its Motion and supporting papers on U.S. Bank’s counsel via email.

6 2. Since receiving notice of the Motion, counsel for U.S. Bank has worked diligently  
7 with Plaintiff’s counsel to address U.S. Bank’s concerns with the relief the Motion requests. As of  
8 October 27, 2024, it appeared the parties had an agreement in principle on a proposed form of  
9 order granting Plaintiff’s motion addressed U.S. Bank’s concerns. However, as of the filing of  
10 this Opposition, Plaintiff has not confirmed final agreement.

11 3. U.S. Bank files this Opposition to preserve its rights to object to Plaintiff’s Motion  
12 at the October 30, 2024, Hearing, and to protect its interests in the property subject to the Motion.

13 4. U.S. Bank contends it has the senior-priority security interest in the Farming  
14 Defendants’ crops and proceeds thereof. Plaintiffs may dispute U.S. Bank’s priority. The  
15 proceeds from the crops have not been fully collected yet.

16 5. U.S. Bank does not oppose appointment of a receiver over Plaintiffs’ collateral, as  
17 long as the Order preserves U.S. Bank’s security interests in all crops and crop proceeds collected  
18 by the receiver.

19 6. Any Order should require the receiver appointed over ACDF, LLC to collect all of  
20 the proceeds from the 2023-2024 crops and hold those proceeds in a segregated account to permit  
21 the interested parties, including Plaintiffs and U.S. Bank, to resolve disputes concerning the  
22 priority of the respective parties’ interests therein. In particular, U.S. Bank requests that the Order  
23 include a Section like the following:

24 **“MetLife Receiver Collection and Distribution of Corp Proceeds**

25 *This Section governs the collection and disbursement of proceeds arising from crops*  
26 *grown in 2023 and 2024 on the MetLife Receivership Property. To the extent of any inconsistency*  
27 *between the provisions of this Section and the balance of this Order, this Section shall prevail.*  
28

1        *The MetLife Receiver is authorized and directed to collect the proceeds from Defendants’*  
2        *2023 and 2024 Crops grown on the MetLife Receivership Property (collectively, the “Proceeds”),*  
3        *and to disburse such Proceeds as permitted under this Order.*

4        *The Defendants are hereby ordered to promptly pay-over to the MetLife Receiver any and*  
5        *all such Proceeds paid to or otherwise received by them. In the event that the Defendants collect*  
6        *any Proceeds, from whatever source, they shall pay such Proceeds to the MetLife Receiver, who*  
7        *shall thereafter hold and disburse them in accordance with this Order.*

8        *The MetLife Receiver shall collect and hold the Proceeds in a segregated account, to be*  
9        *disbursed by the Receiver in only upon further order of the Court. Prior to disbursement, the*  
10       *existing security interests of Plaintiff, U.S. Bank, and any other secured creditor shall attach to*  
11       *such Proceeds with the same validity, extent, and priority as they had on the 2023 and 2024 Crops*  
12       *and related accounts receivable and the products and proceeds thereof prior to the appointment of*  
13       *the MetLife Receiver. The MetLife Receiver shall have no right to surcharge the Proceeds and any*  
14       *MetLife Receiver’s Certificate issued hereunder shall be junior in priority to the security interest*  
15       *of U.S. Bank and any other secured creditors in the Proceeds.*

16       *The MetLife Receiver shall keep and maintain records allowing him to determine the*  
17       *amounts and sources of all Proceeds he collects or otherwise receives, and shall provide a*  
18       *monthly written report, with such backup as is reasonably requested, to each of Plaintiff, U.S.*  
19       *Bank and any other party in interest requesting such report, detailing:*

- 20            *a.    the total Proceeds collected during the reporting period; and*  
21            *b.    the sources of Proceeds, including the property on which the subject crops were*  
22       *grown and the year in which the subject crops were harvested.”*

23       DATED October 28, 2024

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27       *By: /s/ John D. Freed*  
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U.S. BANK, National Association